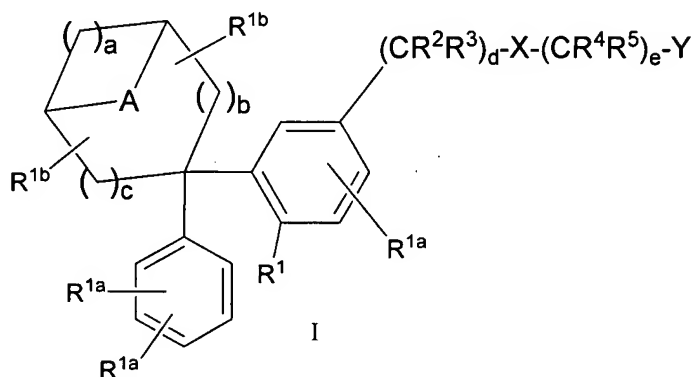


Amendments to the Claims:

This listing of claims will replace all prior versions and listings of claims in this application.

Listing of Claims:

1. (currently amended) A compound represented by formula I:



and the pharmaceutically acceptable salts, esters and solvates thereof wherein:

“a” is an integer selected from 1, 2 and 3; and b and c are each integers independently selected from 0, 1 and 2;

“A” represents a methylene or ethylene group;

each R^{1a} is independently selected from the group consisting of: -H, -F, -Cl, -Br, -C₁₋₆alkyl, -CN, -OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆ alkoxy, -N(R^a)₂, -C₁₋₆alkylN(R^a)₂, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl and -C(O)N(C₁₋₄alkyl)₂;

each R^{1b} is independently selected from the group consisting of: -H, -F, -C₁₋₆ alkyl, -OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆alkyl, -fluoroC₁₋₆alkoxy, -N(R^a)₂ and -C₁₋₆alkylN(R^a), or one R^{1b} group can represent oxo and the other is as previously defined;

R¹ represents -H or is selected from the group consisting of:

a) halo, -OH, -CO₂R^a, -C(O)NR^aR^b, -C(O)-Hetcy¹, -N(R^a)₂, -S(O)₂NR^aR^b, -NO₂, -SO₂NR^bC(O)R^a, -NR^bSO₂R^a, -NR^bC(O)R^a, -C(O)SO₂NR^aR^b, -NR^bC(O)NR^aR^b, -NR^bCO₂R^a, -OC(O)NR^aR^b, -C(O)NR^bNR^aR^b, -CN, -S(O)_pR^a and -OSO₂R^a,

b) -C₁₋₁₀alkyl, -C₂₋₁₀alkenyl, -C₂₋₁₀alkynyl, -OC₁₋₁₀alkyl, -OC₃₋₁₀alkenyl and -OC₃₋₁₀alkynyl, said groups being optionally substituted with: -OH, -CO₂R^a, -C(O)NR^aR^b, -C(O)N(R^a)C₁₋₆alkenyl, -C(O)N(R^a)C₁₋₆alkynyl, -C(O)-Hetcy¹, -N(R^a)₂, -S(O)₂NR^aR^b, -SO₂NR^bC(O)R^a, -NR^bSO₂R^a, -NR^bC(O)R^a, -C(O)SO₂NR^aR^b, -NR^bC(O)NR^aR^b, -NR^bCO₂R^a, -OC(O)NR^aR^b, -C(O)NR^bNR^aR^b, -S(O)_pR^a, Aryl, HAR, -Hetcy¹, and up to 5 fluoro groups, wherein Hetcy¹ is selected from azetidiny, pyrrolidiny, piperidiny, piperaziny, morpholinyl and γ-lactam;

c) Aryl or HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C₁₋₆ alkyl, -C₃₋₆cycloalkyl, -CN, -OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆alkoxy, -NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, -C₁₋₆alkylNH₂, -C₁₋₆alkyl-NHC₁₋₄alkyl, -C₁₋₆alkylN(C₁₋₄alkyl)₂, -C₁₋₆alkyl-CN, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl and -C(O)N(C₁₋₄alkyl)₂;

"d" and "e" are each integers independently selected from 0, 1, 2 and 3, such that the sum of d plus e is 1-6;

each p independently represents an integer selected from 0, 1 and 2;

X represents a bond, or is selected from the group consisting of -O-, -S(O)_p- and -NR^a;

R², R³, R⁴ and R⁵ are each independently selected from the group consisting of -H, -C₁₋₆ alkyl, -OC₁₋₆alkyl, -OH, -fluoro, -fluoroC₁₋₆alkyl, -fluoroC₁₋₆alkoxy, -N(R^a)₂, and

0-1 of CR²R³ and 0-1 of CR⁴R⁵ can represent a group selected from carbonyl, thiocarbonyl, C=NR^a and a 3-7 membered cycloalkyl ring,

provided that when X represents -S(O)_p-, and p is 1 or 2, the CR²R³ and CR⁴R⁵ groups adjacent to X represent moieties other than carbonyl, thiocarbonyl and C=NR^a and

further provided that when X is -O- or -NR^a-, at least one of CR²R³ and CR⁴R⁵ adjacent to X represents a moiety other than carbonyl, thiocarbonyl and C=NR^a;

Y is selected from the group consisting of Aryl, HAR and Hetcy, wherein each is optionally mono-substituted or di-substituted with R^{1a};

each R^a is independently selected from the group consisting of -H and :

(a) -C₁₋₁₀alkyl, -C₃₋₆cycloalkyl, -C₃₋₁₀alkenyl, or -C₃₋₁₀alkynyl, optionally substituted with 1-3 fluoro groups or 1-2 members selected from the group consisting of: -OH, -OC₁₋₆alkyl, -CN, -NH₂, -NHC₁₋₄alkyl, and -N(C₁₋₄alkyl)₂;

(b) Aryl or Ar-C₁₋₆alkyl-, the aryl portions being optionally substituted with 1-2 of -C₁₋₆ alkyl, -CN, -OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆ alkoxy, -C₁₋₆alkylNH₂, -C₁₋₆alkylNHC₁₋₄alkyl, -C₁₋₆alkylN(C₁₋₄alkyl)₂, -NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl, -C(O)N(C₁₋₄alkyl)₂, -CO₂H and -CO₂C₁₋₆alkyl groups, and 1-3 -F, -Cl or -Br groups;

and the alkyl portion of Ar-C₁₋₆alkyl- being optionally substituted with -OH, -OC₁₋₆alkyl, -NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, and 1-3 fluoro groups;

(c) Hetcy or Hetcy-C₁₋₆alkyl-, each being optionally substituted on carbon with 1-2 members selected from the group consisting of: -F, -OH, -CO₂H, -C₁₋₆alkyl, -CO₂C₁₋₆alkyl, -OC₁₋₆alkyl, -NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, -NHC(O)C₁₋₄alkyl, oxo, -C(O)NHC₁₋₄alkyl and -C(O)N(C₁₋₄alkyl)₂; and optionally substituted on nitrogen when present with -C₁₋₆alkyl or -C₁₋₆acyl; and

the alkyl portion of Hetcy-C₁₋₆alkyl- being optionally substituted with 1-2 of: -F, -OH, -OC₁₋₆alkyl, -NH₂, -NHC₁₋₄alkyl and -N(C₁₋₄alkyl)₂;

(d) HAR or HAR-C₁₋₆alkyl-, said HAR and HAR portion of HAR-C₁₋₆alkyl- being substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C₁₋₆ alkyl, -CN, -

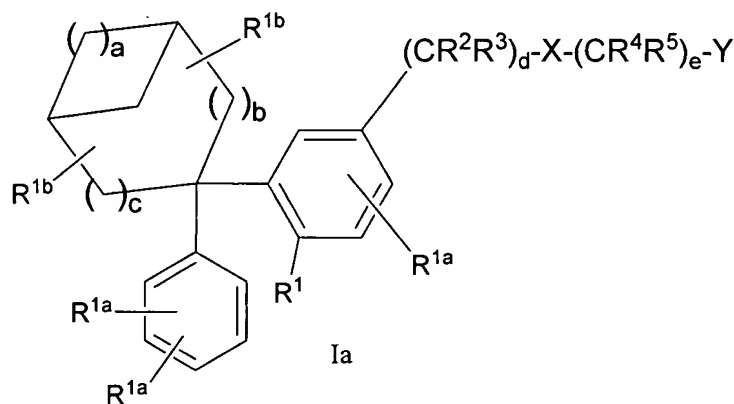
OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆ alkoxy NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl, -C(O)N(C₁₋₄alkyl)₂, -CO₂H, -CO₂C₁₋₆alkyl; and

the alkyl portion of HAR-C₁₋₆alkyl- being optionally substituted with 1-2 of: -F, -OH, -OC₁₋₆alkyl, -NH₂, -NHC₁₋₄alkyl and -N(C₁₋₄alkyl)₂;

each R^b is independently selected from the group consisting of: -H, -NH₂, and -C₁₋₁₀alkyl optionally substituted with members selected from the group consisting of 1-3 fluoro groups and 1-2 of -OH, -OC₁₋₆alkyl, -NH₂, -NHC₁₋₄alkyl and -N(C₁₋₄alkyl)₂;

and when present in the same moiety, (a) R^a and R^b, (b) two R^a groups or (c) two R^b groups can be taken in combination with the atom or atoms to which they are attached and any intervening atoms and represent a 4-7 membered ring containing 0-3 heteroatoms selected from O, S(O)_p and N, and the 4-7 membered ring may be optionally substituted with a member selected from the group consisting of -C₁₋₆alkyl, -C₂₋₆acyl and oxo.

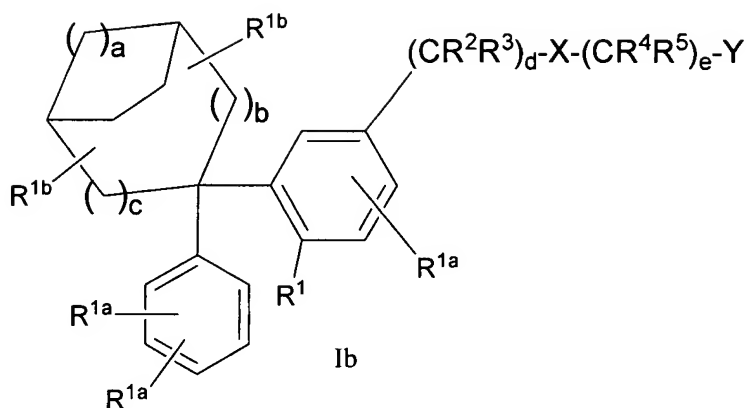
2. **(original)** The compound of claim 1 having structural formula Ia:



and the pharmaceutically acceptable salts, esters and solvates thereof, wherein "a" is an integer selected from 1, 2 and 3; and b and c are each integers independently selected from 0, 1 and 2; provided that the sum of "a" + b + c is from 1 to 5.

3. **(canceled)**

4. **(original)** The compound of claim 1 having structural formula Ib:



and the pharmaceutically acceptable salts, esters and solvates thereof wherein: "a" is an integer selected from 2 and 3; and b and c are integers independently selected from 0 and 1; provided that the sum of "a" + b + c is from 2 to 4.

5. **(original)** The compound of claim 4 wherein "a" is 2, and b and c are integers selected from 0 and 1.

6. **(canceled)**

7. **(previously presented)** The compound of claim 1 wherein of the three R^{1a} groups shown in the generic structural drawing of formula I, two R^{1a} groups represent -H and one R^{1a} group is selected from the group consisting of: -F, -Cl, -C₁₋₆ alkyl, -CN, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆alkoxy, -N(R^a)₂, -C₁₋₆alkylN(R^a)₂, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl and -C(O)N(C₁₋₄alkyl)₂.

8. **(canceled)**

9. **(previously presented)** The compound of claim 1 wherein both R^{1b} groups represent -H.

10. **(original)** The compound of claim 1 wherein R¹ represents a member selected from the group consisting of:

a) -C(O)NR^aR^b, -C(O)-Hetcy¹, -N(R^a)₂, -S(O)₂NR^aR^b, -SO₂NR^bC(O)R^a, -NR^bSO₂R^a, -NR^bC(O)R^a, -CN, -S(O)_pR^a and -OSO₂R^a;

b) -C₁₋₁₀alkyl, -C₃₋₆alkenyl, -C₃₋₆alkynyl, -OC₁₋₁₀alkyl, -OC₃₋₆alkenyl and -OC₃₋₁₀alkynyl, said groups being optionally substituted with a member selected from the group consisting of: -CO₂R^a, -C(O)NR^aR^b, -C(O)N(R^a)C₁₋₆alkenyl, -C(O)N(R^a)C₁₋₆alkynyl, -C(O)-

Hetcy¹, -N(R^a)₂, -S(O)₂NR^aR^b, -SO₂NR^bC(O)R^a, -NR^bSO₂R^a, NR^bC(O)R^a, -S(O)_pR^a, Aryl, HAR, -Hetcy¹, and up to 5 fluoro groups; and

c) HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C₁₋₆ alkyl, -CN, -OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆alkoxy, -NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, -C₁₋₆alkylNH₂, -C₁₋₆alkyl-NHC₁₋₄alkyl, -C₁₋₆alkylN(C₁₋₄alkyl)₂, -C₁₋₆alkyl-CN, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl and -C(O)N(C₁₋₄alkyl)₂.

11. **(canceled)**

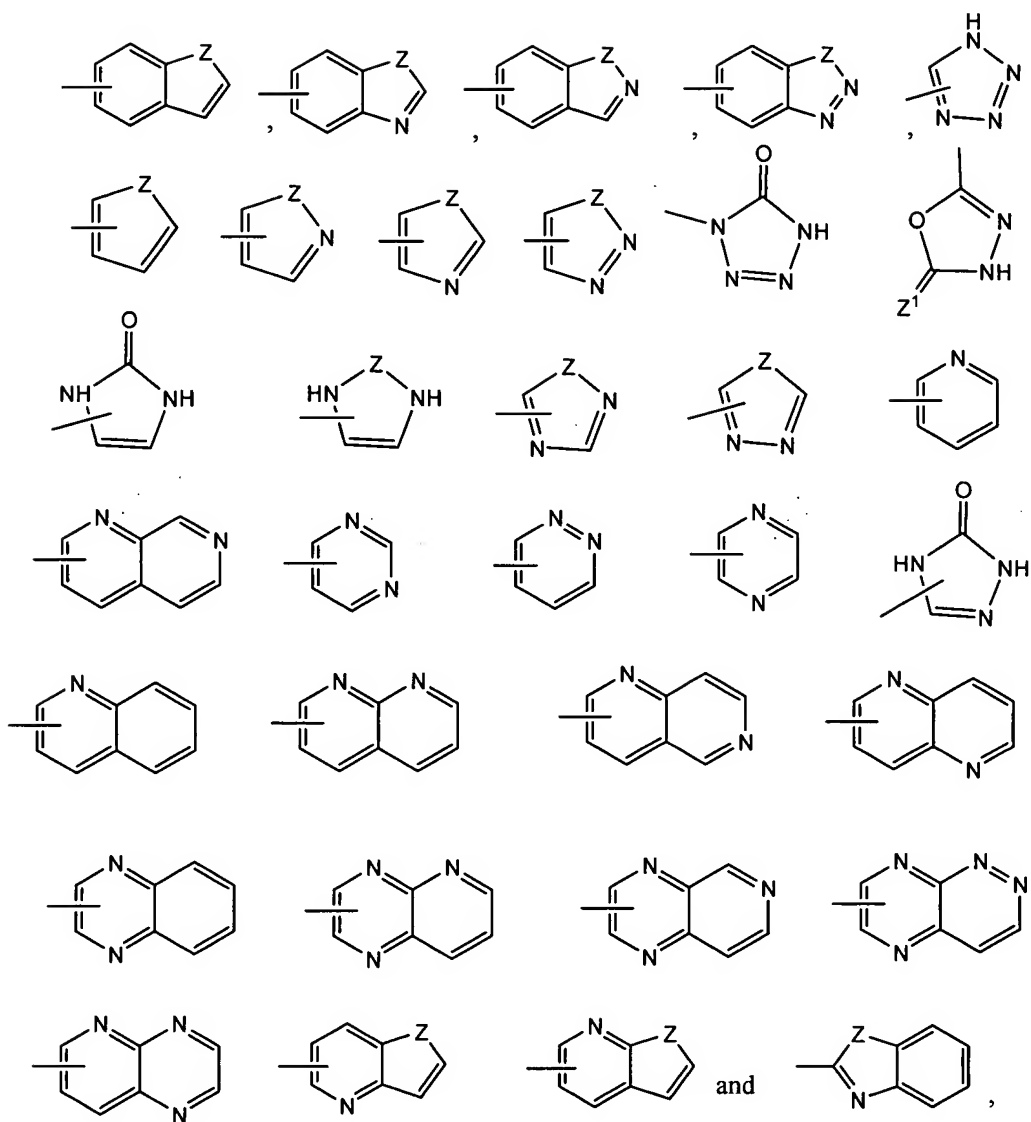
12. **(canceled)**

13. **(canceled)**

14. **(original)** The compound of claim 1 wherein -(CR²R³)_d-X-C(R⁴R⁵)_e- represents a member selected from the group consisting of -O-CH₂- and -CH₂CH₂--.

15. **(canceled)**

16. **(previously presented)** The compound of claim 1 ~~45~~ wherein Y represents HAR selected from the group consisting of:



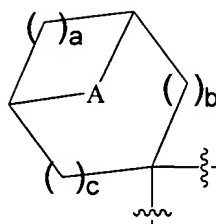
wherein Z is selected from the group consisting of O, S and NH; and Z¹ is selected from the group consisting of O and S.

17. (canceled)

18. (canceled)

19. (canceled)

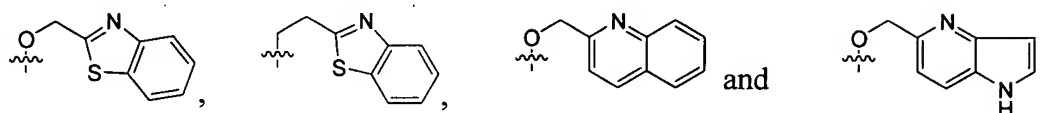
20. (original) The compound of claim 1 wherein:



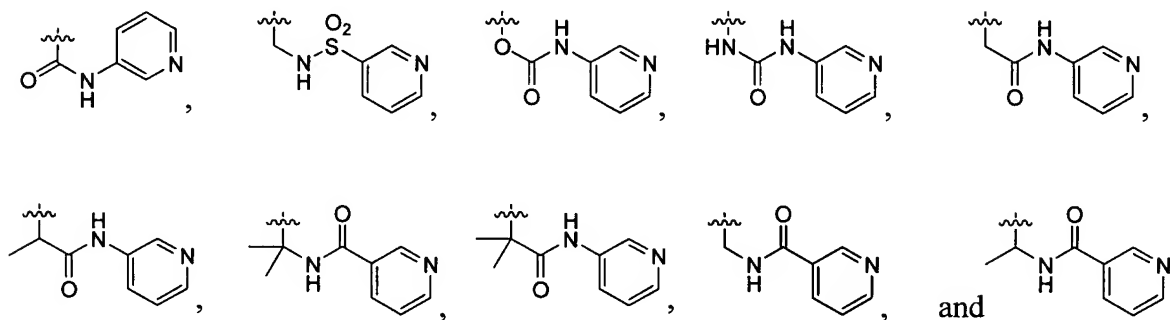
is selected from the group consisting of:



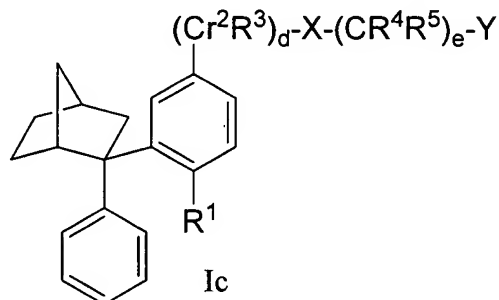
$-(CR^2R^3)_d-X-(CR^4R^5)_e-Y-(R^{1a})_2$ is selected from the group consisting of:



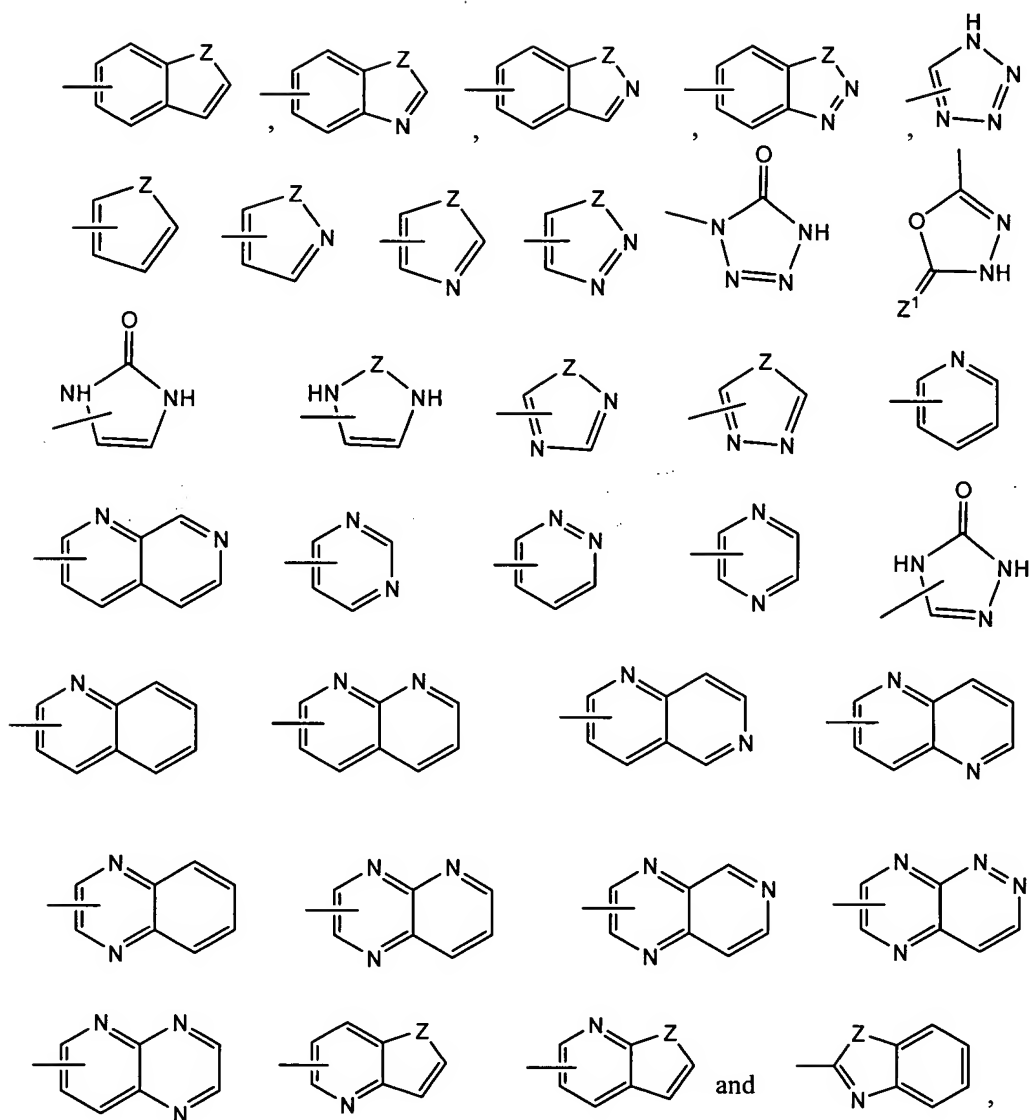
and R^1 is selected from the group consisting of:



21. (previously presented) The compound of claim 1 having structural formula Ic:



wherein d is 0 (zero); e is 1; X is $-O-$; R^4 and R^5 are both $-H$; Y is selected from the group consisting of



wherein Z is selected from the group consisting of O, S and NH; and Z¹ is selected from the group consisting of O and S;

R¹ is selected from the group consisting of:

a) -OC(O)NR^aR^b, and -C(O)NR^aR^b;

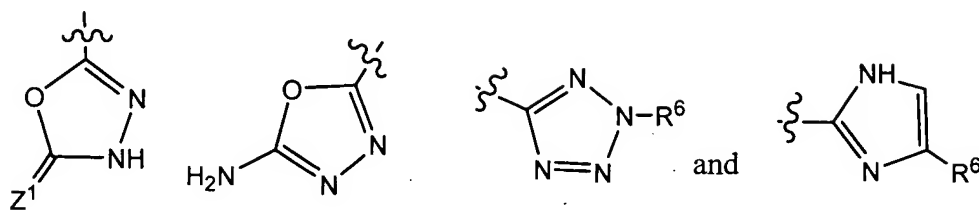
b) C₁₋₃alkyl substituted with a member selected from: -C(O)-NR^aR^b and -C(O)-Hetcy¹;

and c) HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -C₁₋₆ alkyl, -CN, -OH, -OC₁₋₆ alkyl, -fluoroC₁₋₆ alkyl, -fluoroC₁₋₆alkoxy, -NH₂, -NHC₁₋₄alkyl, -N(C₁₋₄alkyl)₂, -C₁₋₆alkylNH₂, -C₁₋₆alkyl-NHC₁₋₄alkyl, -C₁₋₆alkylN(C₁₋₄alkyl)₂, -C₁₋₆alkyl-CN, -NHC(O)C₁₋₄alkyl, -C(O)NHC₁₋₄alkyl and -C(O)N(C₁₋₄alkyl)₂.

22. **(original)** The compound of claim 21 wherein: Y is selected from the group consisting of



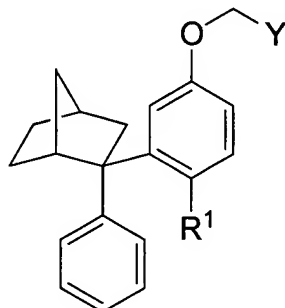
when R¹ is HAR, HAR is selected from:



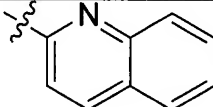
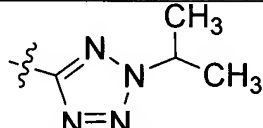
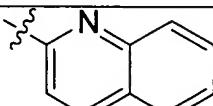
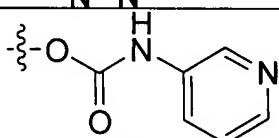
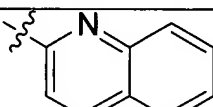
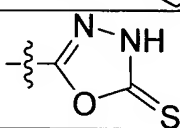
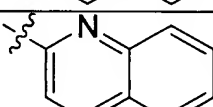
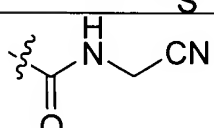
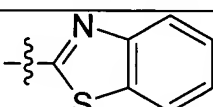
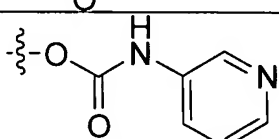
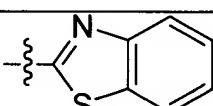
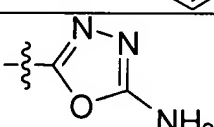
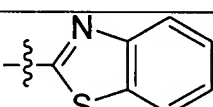
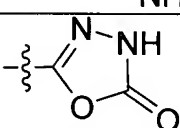
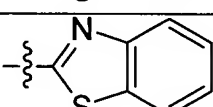
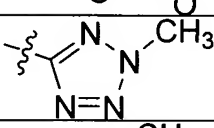
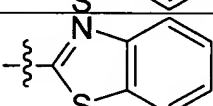
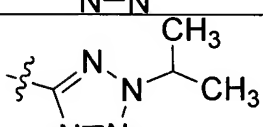
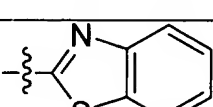
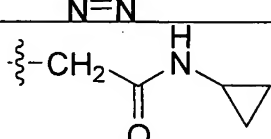
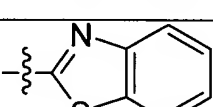
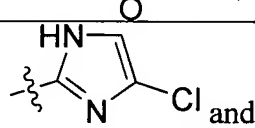
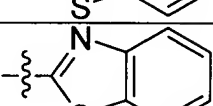
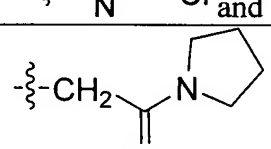
wherein R⁶ is selected from -H, -C₁₋₃alkyl, -C₃₋₆cycloalkyl, -F and -Cl;

R^a is selected from (a) -C₁₋₄-alkyl and C₃₋₆cycloalkyl, each optionally substituted with 1-3 fluoro groups or a member selected from the group consisting of: -OC₁₋₆alkyl, -CN, -NH₂, -NHC₁₋₄alkyl and -N(C₁₋₄alkyl)₂, (b) Hetcy¹ and (c) pyridinyl; and R^b is -H.

23. (original) The compound of claim 1 selected from the group consisting of:



| a) | | |
|----|--|--|
| b) | | |
| c) | | |
| d) | | |

| | | |
|----|---|--|
| e) |  |  |
| f) |  |  |
| g) |  |  |
| h) |  |  |
| i) |  |  |
| j) |  |  |
| k) |  |  |
| l) |  |  |
| m) |  |  |
| n) |  |  |
| o) |  |  |
| p) |  |  |

and the pharmaceutically acceptable salts and solvates thereof.

24. (original) A pharmaceutical composition comprised of a therapeutically effective amount of a compound of claim 1 and a pharmaceutically acceptable carrier.

25. **(canceled)**

26. **(original)** A method for treating a leukotriene-mediated medical condition comprising administering a therapeutically effective amount of a compound of claim 1 to a patient in need of such treatment.

27. **(canceled)**

28. **(currently amended)** The method of Claim 26 wherein said leukotriene-mediated medical condition is ~~A method for treating atherosclerosis comprising administering a therapeutically effective amount of a compound of claim 1 to a patient in need of such treatment.~~

29. **(canceled)**

30. **(canceled)**

31. **(canceled)**

32. **(original)** A method of preventing or reducing the risk for a leukotriene-mediated medical condition comprising administering a prophylactically effective amount of a compound of claim 1 to a patient in need of such treatment.

33. **(canceled)**

34. **(currently amended)** ~~A method for preventing or reducing the risk of an~~ The method of Claim 32 wherein said leukotriene-mediated medical condition is an atherosclerotic disease event ~~comprising administering a prophylactically effective amount of a compound of claim 1 to a patient at risk for having an atherosclerotic disease event.~~

35. **(original)** The method of treating atherosclerosis of claim 28 further comprising administering to the patient a compound selected from the group consisting of an HMG-CoA reductase inhibitor, cholesterol absorption inhibitor, CETP inhibitor, PPAR γ agonist, PPAR α agonist, PPAR dual α/γ agonist, and combinations thereof.

36. **(new)** The method of Claim 26 wherein said leukotriene-mediated medical condition is selected from asthma, allergies, allergic conditins and COPD.